



BOULT ■ CUMMINGS
CONNERS ■ BERRY PLC

RECEIVED

Henry Walker
(615) 252-2363
Fax: (615) 252-6363
Email: hwalker@boultcummings.com

October 29, 2002

02 OCT 29 PM 3 10

Honorable Sara Kyle, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

TN REGULATORY AUTHORITY
DOCKET ROOM

Re: *Petition of XO Tennessee, Inc. to Open a Contested Case Proceeding to Monitor
Compliance with TRA Rules and Orders on Directory Covers*
Docket No. 02-01106

Dear Chairman Kyle:

This is to advise that the parties in the above-captioned proceeding have reached a tentative settlement. Therefore, please accept for filing the Motion to Suspend Proceedings in the above-captioned docket filed on behalf of XO Tennessee, Inc.

Respectfully submitted,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By: _____

Henry Walker
414 Union Street, Suite 1600
P.O. Box 198062
Nashville, Tennessee 37219
(615) 252-2363
Counsel for XO Tennessee, Inc.

HW/nl
Attachment
c: Parties

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

October 29, 2002

<i>IN RE: Petition of XO Tennessee, Inc. to Open</i>)	
<i>a Contested Case Proceeding to Monitor</i>)	
<i>Compliance with TRA Rules and Orders on</i>)	
<i>Directory Covers.</i>)	

Docket No. 02-01106

MOTION TO SUSPEND PROCEEDINGS

The parties to this proceeding have reached a settlement of all issues concerning the terms and conditions under which XO Tennessee, Inc. and other requesting carriers will appear on the cover of the White Pages of BellSouth Telecommunications, Inc. for the year 2003 in the cities of Nashville and Knoxville. Attached is a copy of a mock-up of the cover of the Nashville directory illustrating how the names of requesting carriers will appear under the terms and conditions of the settlement.

These terms and conditions have been agreed to solely for the purpose of settlement regarding the Nashville and Knoxville directories and are not intended to establish a precedent concerning other directories.

In light of this settlement, Petitioner, XO Tennessee, Inc. hereby requests that this proceeding be suspended and that, unless otherwise requested by any party, no further action be taken by the Authority at this time.

Respectfully submitted,

By: 

Henry Walker

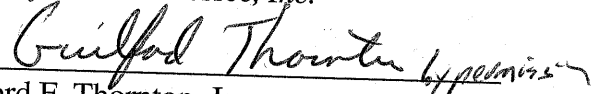
Boult, Cummings, Conners & Berry, PLC
414 Union Street, Suite 1600

P. O. Box 198062

Nashville, Tennessee 37219

(615) 252-2363

Counsel for XO Tennessee, Inc.


Guilford F. Thornton, Jr.

Stokes & Bartholomew, P.A.

424 Church Street

27th Floor

Nashville, TN 37219

(615) 259-1492

*Counsel for BellSouth Advertising &
Publishing Company*

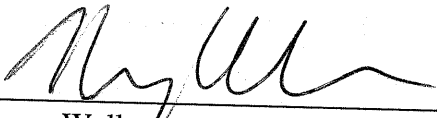
Dated this 29th day of October, 2002

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been forwarded via fax or hand delivery and U.S. mail to the following on this the 29th day of October, 2002.

Guilford F. Thornton, Jr., Esq.
Stokes & Bartholomew, P.A.
424 Church Street
27th Floor
Nashville, TN 37219

Tennessee Regulatory Authority
Attention: Richard Collier, Esq.
460 James Robertson Parkway
Nashville, TN 37243-0505


Henry Walker

© Bellsouth
Advertising & Publishing

BELLSOUTH
Advertising & Publishing

The Real White Pages

Greater
Memphis, TN
Area Codes: 901, 901, 901
June 2002, 03



Greater Memphis

Including Arlington, Bartlett, Collierville, Covington, Germantown, Millington,
Moscow, Rosemark, Shelby Forest & Somerville
Also West Memphis & Marion, Arkansas; Hernando, Byhalia & Olive Branch,
Mississippi

Do Not Discard Before June 2003

Visit us
online at
RealPages.com

Search Online at
RealPages.com

100% Recyclable
Printed on Recycled Paper

© 2002 BAPCO

Includes customer listings for all
local telecommunications companies.

68558



© Bellsouth®



Spine Size
1-7/16
PC 68658